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2                   **UNITED STATES BANKRUPTCY COURT**  
3                   **NORTHERN DISTRICT OF CALIFORNIA**  
4                   **SAN FRANCISCO DIVISION**

5                   **In re:**  
6                   **PG&E CORPORATION,**

7                   **- and -**

8                   **PACIFIC GAS AND ELECTRIC**  
9                   **COMPANY,**

10                   Affects PG&E Corporation  
11                   Affects Pacific Gas and Electric  
12                   Company  
13                   Affects both Debtors

14                   **Debtors.**

15                   Bankruptcy Case  
16                   No. 19-30088 (DM)

17                   Chapter 11

18                   (Lead Case)

19                   (Jointly Administered)

20                   **SECOND SUPPLEMENTAL DECLARATION OF**  
21                   **JAMES MESTERHARM OF AP SERVICES, LLC**

22                   Related Doc: Dkt. Nos. 867, 868, 1299, 1342

23                  *\*All papers shall be filed in the Lead  
24                  Case, No. 19-30088 (DM).*

Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, NY 10153-0119

13                   Pursuant to 28 U.S.C. § 1746, I, James Mesterharm, state under penalty of perjury, that:

14                  1. I am a Managing Director of AlixPartners, LLP (“**AlixPartners**”), which has a place of  
15                  business at 909 Third Avenue, Floor 30, New York, New York 10022.

16                  2. I am duly authorized to execute this second supplemental declaration on behalf of AP  
17                  Services, LLC (“**APS**”), an affiliate of AlixPartners LLP.

18                  3. Except as otherwise noted, I have personal knowledge of the matters set forth herein and,  
19                  if called as a witness, would testify competently thereto.

20                  4. I am filing this second supplemental declaration to supplement the disclosures that were  
21                  included in my original declaration dated March 13, 2019 [ECF No. 867] and my supplemental  
22                  declaration dated April 11, 2019 [ECF No. 1342].

23                  5. Unless otherwise noted, references to AP below collectively refer to AP Holdings, LLP,  
24                  APS, and each of their respective subsidiaries. APS wishes to disclose the following:

- 25                  • Accenture, a professional to the Debtors, is a creditor, joint venture party, vendor, litigation party,  
26                  material contract party, customer, director-affiliated company and professional to current and  
27                  former AP clients in matters unrelated to the Debtors. Accenture is a current and former AP

1 client in matters unrelated to the Debtors. Accenture is a former employer of current AP  
2 employees.

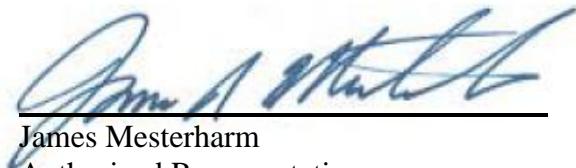
- 3
- 4 • Akin Gump Strauss Hauer & Feld (“**Akin Gump**”), a professional in this bankruptcy matter, is  
5 opposing counsel, counsel, a creditor and a professional to current and former AP clients in  
6 matters unrelated to the Debtor. Akin Gump is a current and former AP client in matters  
7 unrelated to the Debtor. Akin Gump is a vendor to AP.
  - 8 • Baker & Hostetler LLP (“**Baker & Hostetler**”), a professional to the committee of unsecured  
9 creditors committee, is a professional, opposing counsel, and counsel to current and former AP  
10 clients in matters unrelated to the Debtors. Baker & Hostetler is a current AP client in matters  
11 unrelated to the Debtors. Baker & Hostetler is a vendor to AP.
  - 12 • Centerbridge Partners, L.P., a notice of appearance party to the Debtors, and affiliates  
13 (“**Centerbridge**”) are adverse parties, parent companies, investors, shareholders, creditors,  
14 lenders, and litigation parties to current and former AP clients in matters unrelated to the Debtors.  
Centerbridge is a current and former AP client in matters unrelated to the Debtors. An AP board  
member is an investor in Centerbridge.
  - 15 • KPMG LLP, a professional to the Debtors, and affiliates (“**KPMG**”) are professionals, adverse  
16 parties, vendors, material contract parties and creditors to current and former AP clients in  
17 matters unrelated to the Debtors. KPMG is a former AP client in matters unrelated to the Debtors.  
KPMG provides auditing services to AP. KPMG is a vendor to AP. KPMG is the former  
18 employer of several current AP employees.
  - 19 • Lincoln Partners Advisors LLC, a creditor to the Debtors, is a professional to current and former  
AP clients in matters unrelated to the Debtors.
  - 20 • Pension Benefit Guaranty Corporation (“**PBGC**”), a member to the committee of unsecured  
21 creditors, is a creditor, vendor and adverse party to current and former AP clients in matters  
unrelated to the Debtors. PBGC is a member of a UCC represented by AP in Bon-Ton Stores,  
22 Inc., The Great Atlantic & Pacific Tea Co. and VSI Liquidating Trust, bankruptcy matters  
unrelated to the Debtors.
  - 23 • Perella Weinberg Partners, a professional in this bankruptcy matter, is a professional, vendor and  
24 creditor to current and former AP clients in matters unrelated to the Debtors.
  - 25 • Sodexo, Inc., a notice of appearance party in this bankruptcy matter, and affiliates (“**Sodexo**”)  
26 are vendors and related parties to current and former AP clients in matters unrelated to the  
Debtors. Sodexo is a former AP client in matters unrelated to the Debtors. Sodexo is a vendor  
to AP.
  - 27 • Western Asset Management Company, a member to the committee of unsecured creditors, is a  
28 lender, bondholder, noteholder, vendor, investor and creditor to current and former AP clients in  
matters unrelated to the Debtors.
  - Willkie Farr & Gallagher, LLP (“**Willkie Farr**”), professional in this bankruptcy matter, is a  
professional, bondholder and counsel to current and former AP clients in matters unrelated to the  
Debtor. Willkie Farr is a current and former AP client in matters unrelated to the Debtor. Willkie  
Farr provides legal services to AP.

1       APS does not believe that the second supplemental disclosures above impact its  
2 disinterestedness. I continue to reserve the right to supplement APS' disclosures in the event that APS  
3 discovers any additional connections that require disclosure. If any new material relevant facts or  
4 relationships are discovered or arise, APS will promptly file a supplemental declaration pursuant to  
5 Bankruptcy Rule 2014(a).

6  
7       I declare under penalty of perjury pursuant to 28 U.S.C. §1746 that the foregoing is true and  
8 correct.

9  
10      Dated: May 1, 2019

AP Services, LLC



11  
12      \_\_\_\_\_  
13      James Mesterharm  
14      Authorized Representative